

**Community Health Centres of Northumberland
Board of Directors
January 25, 2022
5:00 pm Virtual Meeting via Zoom Video Conference**

Present: A. Cooper (Chair), B. Weiss (Vice Chair), D. Smith (Treasurer), D. Gauthier, G. Dee, H. Schaeffer, J. Monahan, K. vom Dorff, L. Miller

Regrets: C. Morrison,

Staff: T. Rennicks, C. Rutherford

1.0 WELCOME & CALL TO ORDER

The Chair called the meeting to order at 5:02pm. A. Cooper informed the Board of Directors that J. Erridge has resigned effective immediately to pursue a more hands on volunteering opportunity. T. Rennicks noted that an exit interview will be conducted and a letter of appreciation will be sent to J. Erridge.

Motion: To accept the resignation of J. Erridge effective immediately.

Moved by: H. Schaeffer

Seconded by: L. Miller

1.1 Quorum

Quorum was declared.

1.2 Declaration of Conflicts

No conflicts were declared.

2.0 CONSENT AGENDA

2.1 Approval of the Agenda

Motion: To approve the draft Agenda for the January 25, 2022 Board Meeting. Agenda items 6.4 and 6.5 were revised to reflect an update to be provided by L. Miller for the Nominations Committee and Client and Family Advisory Roundtable (CFAR).

With these additions the motion was carried.

2.2 Removals from Consent Agenda

None.

2.3 Approval of December 20, 2021 Board of Directors Meeting Minutes

Motion: To approve the December 20, 2021 Board of Directors Meeting Minutes.
Carried.

3.0 BOARD EDUCATION

T. Rennicks introduced A. McConkey, Community Health Worker, and S. Wodnisky, Digital Equity Project Coordinator, to the Board of Directors. A. McConkey and S. Wodnisky provided a presentation on [Community programming](#) and the [Digital Equity Project](#) at the CHCN.

4.0 EXECUTIVE DIRECTOR REPORT

T. Rennicks provided a written [Executive Director Report](#) prior to the meeting, which included an update on COVID-19 and vaccinations, Ontario Health Team-Northumberland, Cobourg Inner Wheel Presentation and internal updates.

There was a brief discussion surrounding the increase in referrals to the Diabetes Education Clinic. It was noted that the pandemic has changed individuals' habits, such as eating, exercising, drinking, etc. Was a significant increase, the most referrals they've ever received in one month. Three DEC teams, a dietitian and an RN on each team. They are managing to triage but the organization will be submitting an application to the Ministry of Health for the addition of another team of one dietitian and one registered nurse since we are the primary diabetes education service in the area. One way they've been able to manage is having their intake meeting being a group meeting rather than several individual appointments

T. Rennicks also highlighted that a Corporate Assistant, Jill Williams, has been hired and will begin her role on February 14, 2022. The Ministry of Health has informed T. Rennicks that the Multisector Service Accountability Agreement (M-SAA) has been extended. The initial expiry was April 2021, originally extended to April 2022, and has now been extended to April 2023. The organization was also required to submit a Community Accountability Planning Submission (CAPS) report that identifies targets by functional centre/department, however the process is currently under review by Ontario Health and therefore is not required during the 2022-2023 fiscal year.

5.0 EXECUTIVE COMMITTEE REPORT

A. Cooper confirmed that after much consideration, the Board will no longer be transitioning to a Policy Governance framework. The Executive Committee has been in discussion with Laridae Communications to investigate what services could be provided to assist with the review and development of the ByLaw, policies and processes.

Governance education will also be provided to the Board in the future, however options in terms of facilitators are still being explored.

6.0 COMMITTEE UPDATES

6.1 Quality and Risk Management Committee

K. vom Dorff provided an update from the January 12, 2022 meeting. The Committee reviewed the respective Terms of Reference; received an update on the organization's COVID-19 response, including low infection rates among staff and fortunately those in isolation have been able to work remotely. 100 Rapid Antigen Tests have been received for staff use, prioritizing staff completing home visits and staff are wearing N95 masks for any client interactions. COVID Vaccination clinics have continued to be offered to CHCN clients. The Committee also reviewed the progress of the current Client Safety Action Plan, which will be drafted and/or revised by the Management team in April 2022.

6.2 Resources Committee

D. Smith provided a brief update. The Committee sent out a tender for new auditors to three firms: Wilkinson & Company LLP; Lynch, Rutherford, Tozer Accounting; and Bravo Tax Accounting firm. They were given a period of time to respond. The Committee has reviewed the quotes received and would like to recommend Wilkinson & Company LLP as the auditor for the next term.

Motion: To appoint Wilkinson & Company LLP as the auditors for the Community Health Centres of Northumberland for a three year term with the option to renew for an additional year.

Moved by: D. Gauthier

Seconded by: L. Miller

ACTION: C. Rutherford will distribute the Human Resources Organizational Structure to all committee members for review by January 26, 2022.

The Resource Committee is scheduled to meet on Thursday January 27, 2022.

6.3 Governance Committee

H. Schaeffer provided an update from the January 11, 2022 meeting. The Committee reviewed the respective Terms of Reference and Position Descriptions of the Chair and Treasurer in comparison to the By-Law. Through this discussion the Committee will proceed with reviewing the By-Law and aligning the language across all Terms of Reference as well as the position descriptions.

6.4 Nominations Committee

The Nominations Committee will be assembled in response to the two current vacancies on the Board of Directors. L. Miller highlighted that the Committee will review applications through a health equity lens in combination with other needs assessments such as the skills matrices. H. Schaeffer noted that the Alliance for Healthier Communities will be offering Governance for Health Equity Training that will be available for a fee that will include a module on biased free recruitment strategies, which may be beneficial for the Committee to review prior to the Nominations process.

6.5 Client and Family Roundtable (CFAR) Update

L. Miller informed the Board that the Committee did not meet in January however there are five additional members that will be joining CFAR. The meeting has been rescheduled for February 4, 2022.

7.0 ALLIANCE UPDATES

7.1 Governance Updates

K. vom Dorff is co-liaison with H. Schaeffer. H. Schaeffer and K. vom Dorff attended a Board Liaison Networking webinar on January 19, 2022. H. Schaeffer provided a brief update from the webinar. Alliance presentation slides can be reviewed [here](#).

ACTION: C. Rutherford will distribute the full webinar slides to all Board Directors for their review with the draft meeting minutes.

ACTION: C. Rutherford will re-distribute the Health Equity Charter (HEC) and accompanying material for the review of all Board Directors prior to the February 22, 2022 Board meeting. All Directors should be prepared to discuss the HEC during this meeting so a vote can be held regarding the adoption of the HEC.

7.2 Operation updates

None.

8.0 DECISIONS NEEDED

None.

9.0 OTHER BUSINESS

None.

10.0 IN CAMERA SESSION

C. Rutherford left the meeting at 6:54pm.

11.0 ETHICAL CONCERNS

None.

12.0 DATE OF NEXT MEETING

The date of the next Board meeting was determined to be February 22, 2022 at 5:00pm via Zoom.

13.0 TERMINATION OF MEETING

The meeting concluded at 7:10pm.

14.0 SUMMARY OF CURRENT ACTION ITEMS

Person Responsible	Action Item	Deadline for Completion
C. Rutherford	Will distribute the Human Resources Organizational Structure to Resource Committee members	January 26, 2022
C. Rutherford	Will distribute the full Alliance Board Liaison Networking Webinar slides to all Board Directors for their review with the draft meeting minutes	February 4, 2022
C. Rutherford	Will re-distribute the Health Equity Charter (HEC) and accompanying material for the review of all Board Directors	February 4, 2022
All Directors	Will review the HEC prior to the February Board Meeting and be prepared for a discussion and vote regarding the adoption of the HEC	February 22, 2022